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Insurance Commissioner of the State of California

ENDORSED
FILED
San Francisco County Superior Court

AUG 10 2012

CLERK OF THE COURT
BY: LESLEY FISCELLA
Deputy Clerk

9 SUPERIOR COURT OF THE STATE OF CALIFORNIA
10 COUNTY OF SAN FRANCISCO

13 **DAVE JONES, INSURANCE**
14 **COMMISSIONER OF THE STATE OF**
15 **CALIFORNIA,**

Applicant,

16 v.

18 **MAJESTIC INSURANCE COMPANY, and**
19 **DOES 1-50, inclusive,**

20 Respondents.

Case No. CPF-11-511261

**[PROPOSED] ORDER APPROVING
PAYMENT OF CONSERVATOR'S
ADMINISTRATIVE AND
PROFESSIONAL FEES AND
EXAMINATION FEES**

Date: August 10, 2012
Time: 9:30 a.m.
Dept: 302
Judge: Hon. Harold Kahn

Ernest Goldsmith

21 California Insurance Commissioner Dave Jones ("Conservator"), as Conservator of
22 Majestic Insurance Company ("Majestic"), has applied for an Order approving and ratifying prior
23 payments of (1) pre-conservation examination fees and related expenses in the amount of
24 \$357,777.37 as a Class 4 priority expense; (2) the Conservator's administrative costs and
25 expenses, including vendor payments and state agency attorney fees, in the total amount of
26 \$2,876,953.99, incurred and paid as part of the Majestic conservation and rehabilitation
27 proceeding; and (3) professional service fees in the total amount of \$441,860.58 for legal
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1 services rendered to the Conservator by the law firm of Orrick, Herrington & Sutcliffe LLP
2 (“Orrick”) during the time period April 21, 2011 through November 30, 2011 (the “Rehabilitation
3 Period”). The Court having considered the Conservator’s Application, the Declaration of David
4 Wilson and the Declaration of Thomas J. Welsh in support of the Conservator’s Application, and
5 good cause appearing therefore:

6 IT IS ORDERED that:

7 1. The Conservator’s payment of the section 736 examination expenses (including
8 Orrick’s bill of \$200,273.00) charged for the period of March through April 20, 2011 in the
9 amount of \$357,777.37 as a Class 4 priority expense is approved;

10 2. The Conservator’s payment of general operating and administrative expenses in the
11 total amount of \$2,876,953.99, for services rendered to the Majestic estate during the
12 Rehabilitation Period and paid prior to the end of December 2011 is approved;

13 3. The Conservator’s payment of professional fees and expenses to Orrick, Herrington
14 and Sutcliffe, LLP in the amount of \$441,860.58 for legal services provided to the Conservator
15 for the Majestic estate from April 21, 2011 through November 30, 2011 is approved; and

16 4. The Conservator is authorized to take any and all action necessary to accomplish the
17 purposes of the Order prayed for herein.

18
19 Dated: AUG 10 2012 , 2012.

ERNEST H. GOLDSMITH

Judge of the Superior Court

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